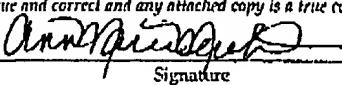


FORM PTO-1596
1-31-92U.S. DEPARTMENT OF COMMERCE
Patent and Trademark OfficeRECORDATION FORM COVER SHEET
PATENTS ONLY

Atty. Dkt. No. 5589-02306

To the Honorable Commissioner of Patents and Trademarks. Please record the attached original documents or copy thereof.

<p>1. Name of conveying party(ies): Gary Bultman Ady Levy Kyle A. Brown Mehrdad Nikoonahad Dan Wack John Fielden</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>3. Nature of Conveyance: <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____</p> <p>Execution Date: <u>February 13, 2002</u></p>		<p>2. Name and address of receiving party(ies): Name: <u>KLA-Tencor, Inc.</u> Internal Address: _____ Street Address: <u>160 Rio Robles</u> City: <u>San Jose</u> State: <u>CA</u> ZIP <u>95134</u></p> <p>Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>4. Application number(s) or patent number(s): If this document is being filed together with a new application, the execution date of this application is:</p> <p>A. Patent Application No (s) <u>09/957,450</u> filed <u>9/20/2001</u> B. Patent No(s) Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>Ann Marie Mewherter</u> Internal Address: <u>Conley, Rose & Tayon, P.C.</u> Street Address: <u>P.O. Box 398</u> City <u>Austin</u> State <u>TX</u> ZIP <u>78767-0398</u></p>		
<p>6. Total number of applications and patents involved: <u>one (1)</u></p> <p>7. Total fee (37 CFR 3.41):\$ <u>40.00</u> <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: <u>50-1505/5589-02306</u> (Attach a duplicate copy of this page if paying by deposit account)</p>		
DO NOT USE THIS SPACE		
<p>9. Statement and Signature <i>To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.</i></p> <p><u>Ann Marie Mewherter</u>  Name of Person Signing Reg. No. P-50,484</p> <p><u>February 20, 2002</u> Date</p> <p>Total number of pages comprising cover sheet: <u>7</u></p>		
<p>OMB No. 0651-0J1 (exp.4/94)</p>		

SN 09/957,450
Page 4 of 18

PATENT
5589-02306ASSIGNMENT

FOR GOOD AND VALUABLE CONSIDERATION, the receipt, sufficiency and adequacy of which are hereby acknowledged, the undersigned, does hereby:

SELL, ASSIGN AND TRANSFER to KLA-TENCOR, INC. (the "Assignee"), having a place of business at 160 Rio Robles, San Jose, California 95134-1809 the entire right, title and interest for the United States and all foreign countries, in and to any and all improvements which are disclosed in the application for United States Letters Patent, Serial No. 09/957,450 filed on September 20, 2001, and is entitled "**METHODS AND SYSTEMS FOR DETERMINING A PRESENCE OF MACRO AND MICRO DEFECTS ON A SPECIMEN,**" such application and all divisional, continuing, substitute, renewal, reissue and all other applications for patent which have been or shall be filed in the United States and all foreign countries on any of such improvements; all original and reissued patents which have been or shall be issued in the United States and all foreign countries on such improvements; and specifically including the right to file foreign applications under the provisions of any convention or treaty and claim priority based on such application in the United States;

AUTHORIZE AND REQUEST the issuing authority to issue any and all United States and foreign patents granted on such improvements to the Assignee;

WARRANT AND COVENANT that no assignment, grant, mortgage, license or other agreement affecting the rights and property herein conveyed has been or will be made to others by the undersigned, and that the full right to convey the same as herein expressed is possessed by the undersigned;

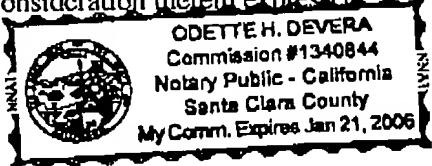
COVENANT that, when requested and at the expense of the Assignee, to carry out in good faith the intent and purpose of this assignment, the undersigned will execute all divisional, continuing, substitute, renewal, reissue, and all other patent applications on any and all such improvements; execute all rightful oaths, declarations, assignments, powers of attorney and other papers; communicate to the Assignee all facts known to the undersigned relating to such improvements and the history thereof; and generally do everything possible which the Assignee shall consider desirable for securing, maintaining and enforcing proper patent protection for such improvements and for vesting title to such improvements in the Assignee;

TO BE BINDING on the heirs, assigns, representatives and successors of the undersigned and extend to the successors, assigns and nominees of the Assignee.

PATENT
5589-02306(Signature) Gary Bultman
Gary BultmanDate: Feb 13, 02

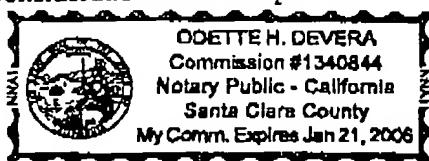
BEFORE ME, the undersigned authority, on this 13th day of February, 2001,² personally appeared Gary Bultman, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledge to me that he executed the same of his own free will for the purposes and consideration therein expressed.

[SEAL]


Odette H. Devera
 Notary or Consular Officer
(Signature) Ady Levy
Ady LevyDate: 2/13/02

BEFORE ME, the undersigned authority, on this 13th day of February, 2001,² personally appeared Ady Levy, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledge to me that he executed the same of his own free will for the purposes and consideration therein expressed.

[SEAL]


Odette H. Devera
 Notary or Consular Officer
(Signature) Kyle A. Brown
Kyle A. Brown

Date: _____

BEFORE ME, the undersigned authority, on this _____ day of _____, 2001, personally appeared Kyle A. Brown, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledge to me that he executed the same of his own free will for the purposes and consideration therein expressed.

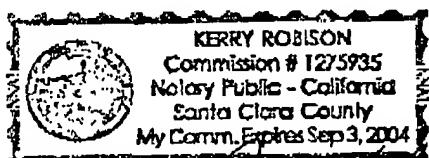
[SEAL]

Notary or Consular Officer

PATENT
5589-02306(Signature) Mehrdad Nikoonahad
Mehrdad NikoonahadDate: 2/13/2002

BEFORE ME, the undersigned authority, on this 19th day of February, 2001,² personally appeared Mehrdad Nikoonahad, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledge to me that he executed the same of his own free will for the purposes and consideration therein expressed.

[SEAL]



Kerry Robison
Notary or Consular Officer

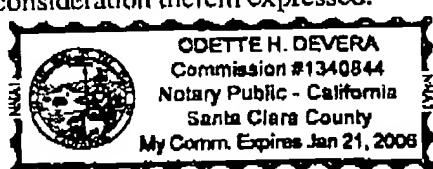
(Signature)

Dan WackDate: 2/13/02

(Signature)

Dan Wack

[SEAL]



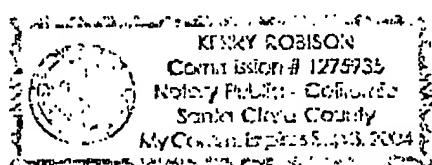
Notary or Consular Officer

(Signature)

John Fielden
John FieldenDate: Jan 30, 2002

BEFORE ME, the undersigned authority, on this 30th day of January, 2001,² personally appeared John Fielden, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledge to me that he executed the same of his own free will for the purposes and consideration therein expressed.

[SEAL]



Kerry Robison
Notary or Consular Officer

ANN MARIE MEWHERTER
CONLEY, ROSE & TAYON, P.C.
P.O. BOX 398
AUSTIN, TX 78767-0398

PATENT
5589-02306

ASSIGNMENT

FOR GOOD AND VALUABLE CONSIDERATION, the receipt, sufficiency and adequacy of which are hereby acknowledged, the undersigned, does hereby:

SELL, ASSIGN AND TRANSFER to KLA-TENCOR, INC. (the "Assignee"), having a place of business at 160 Rio Robles, San Jose, California 95134-1809 the entire right, title and interest for the United States and all foreign countries, in and to any and all improvements which are disclosed in the application for United States Letters Patent, Serial No. 09/957,468 filed on September 20, 2001, and is entitled "**METHODS AND SYSTEMS FOR DETERMINING A CRITICAL DIMENSION, A PRESENCE OF DEFECTS, AND A THIN FILM CHARACTERISTIC OF A SPECIMEN,**" such application and all divisional, continuing, substitute, renewal, reissue and all other applications for patent which have been or shall be filed in the United States and all foreign countries on any of such improvements; all original and reissued patents which have been or shall be issued in the United States and all foreign countries on such improvements; and specifically including the right to file foreign applications under the provisions of any convention or treaty and claim priority based on such application in the United States;

AUTHORIZE AND REQUEST the issuing authority to issue any and all United States and foreign patents granted on such improvements to the Assignee;

WARRANT AND COVENANT that no assignment, grant, mortgage, license or other agreement affecting the rights and property herein conveyed has been or will be made to others by the undersigned, and that the full right to convey the same as herein expressed is possessed by the undersigned;

COVENANT that, when requested and at the expense of the Assignee, to carry out in good faith the intent and purpose of this assignment, the undersigned will execute all divisional, continuing, substitute, renewal, reissue, and all other patent applications on any and all such improvements; execute all rightful oaths, declarations, assignments, powers of attorney and other papers; communicate to the Assignee all facts known to the undersigned relating to such improvements and the history thereof; and generally do everything possible which the Assignee shall consider desirable for securing, maintaining and enforcing proper patent protection for such improvements and for vesting title to such improvements in the Assignee;

TO BE BINDING on the heirs, assigns, representatives and successors of the undersigned and extend to the successors, assigns and nominees of the Assignee.

PATENT
5589-02306(Signature) _____
Gary Bultman

Date: _____

BEFORE ME, the undersigned authority, on this _____ day of _____, 2001, personally appeared Gary Bultman, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledge to me that he executed the same of his own free will for the purposes and consideration therein expressed.

[SEAL]

Notary or Consular Officer

(Signature) _____
Ady Levy

Date: _____

BEFORE ME, the undersigned authority, on this _____ day of _____, 2001, personally appeared Ady Levy, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledge to me that he executed the same of his own free will for the purposes and consideration therein expressed.

[SEAL]

Notary or Consular Officer

(Signature) Kyle A. Brown
Kyle A. BrownDate: 2/2/2002

BEFORE ME, the undersigned authority, on this 2-2 day of FEBRUARY, 2002, personally appeared Kyle A. Brown, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledge to me that he executed the same of his own free will for the purposes and consideration therein expressed.

[SEAL]

Notary or Consular Officer



PATENT
5589-02306(Signature) _____
Mehrdad Nikoonahad

Date: _____

BEFORE ME, the undersigned authority, on this _____ day of _____, 2001, personally appeared Mehrdad Nikoonahad, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledge to me that he executed the same of his own free will for the purposes and consideration therein expressed.

[SEAL.]

Notary or Consular Officer(Signature) _____
Dan Wack

Date: _____

BEFORE ME, the undersigned authority, on this _____ day of _____, 2001, personally appeared Dan Wack, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledge to me that he executed the same of his own free will for the purposes and consideration therein expressed.

[SEAL.]

Notary or Consular Officer(Signature) _____
John Fielden

Date: _____

BEFORE ME, the undersigned authority, on this _____ day of _____, 2001, personally appeared John Fielden, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledge to me that he executed the same of his own free will for the purposes and consideration therein expressed.

[SEAL.]

Notary or Consular Officer

ANN MARIE MEWHERTER
CONLEY, ROSE & TAYON, P.C.
P.O. BOX 398
AUSTIN, TX 78767-0398

PATENT
5589-02306

I hereby claim the benefit under title 35, United States code §119(e) of any United States provisional application(s) listed below:

_____60/234,323 _____September 20, 2000
(Application Serial No.) (Filing Date)

(Application Serial No.) (Filing Date)

Please direct all communications as follows:

Ann Marie McWhorter
CONLEY, ROSE & TAYON, P.C.
P.O. Box 398
Austin, Texas 78767-0398
Ph: (512) 476-1400

I hereby declare that all statements made of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the application or any patent issued thereon.

Inventor's Full Name: Gary Bultman

Inventor's Signature: Gary Bultman Date: Feb-13, 02

City and State (or Foreign Country) of Residence: Los Altos, CA Citizenship: USA

Post Office and Residence Address: 10274 Kenbar Rd., Los Altos, CA 94024
(Include number, street name, city, state and zip code)

Inventor's Full Name: Ady Levy

Inventor's Signature: Ady Date: 2/13/02

City and State (or Foreign Country) of Residence: Sunnyvale, CA Citizenship: Israel

Post Office and Residence Address: 1632 Swallow Drivc, Sunnyvale, CA 94087
(Include number, street name, city, state and zip code)

PATENT
5589-02306Inventor's Full Name: Kyle A. Brown

Inventor's Signature: _____ Date: _____

City and State (or Foreign Country) of Residence: Sunnyvale, CA Citizenship: U.S.A.Post Office and Residence Address: 655 S. Fair Oaks, Apt. K117, Sunnyvale, CA 94086
(Include number, street name, city, state and zip code)Inventor's Full Name: Mehrdad NikoonahadInventor's Signature: Mehrdad Nikoonahad Date: 2/19/2002City and State (or Foreign Country) of Residence: Menlo Park, CA Citizenship: USAPost Office and Residence Address: 271 Oakhurst Place, Menlo Park, CA 94025
(Include number, street name, city, state and zip code)Inventor's Full Name: Dan WackInventor's Signature: Dan Wack Date: 2/13/02City and State (or Foreign Country) of Residence: Los Altos, CA Citizenship: USAPost Office and Residence Address: 930 Lundy Lane, Los Altos, CA 94024
(Include number, street name, city, state and zip code)Inventor's Full Name: John FieldenInventor's Signature: John Fielden Date: Jan 30, 2002City and State (or Foreign Country) of Residence: Los Altos, CA Citizenship: USAPost Office and Residence Address: 2020 Victoria Ct., Los Altos, CA 94024
(Include number, street name, city, state and zip code)

PATENT
5589-02306

I hereby claim the benefit under title 35, United States code §119(e) of any United States provisional application(s) listed below:

60/234,323 September 20, 2000
(Application Serial No.) (Filing Date)

(Application Serial No.) (Filing Date)

Please direct all communications as follows:

Ann Marie Mewherter
CONLEY, ROSE & TAYON, P.C.
P.O. Box 398
Austin, Texas 78767-0398
Ph: (512) 476-1400

I hereby declare that all statements made of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the application or any patent issued thereon.

Inventor's Full Name: **Gary Bultman**

Inventor's Signature: _____ **Date:** _____

City and State (or Foreign Country) of Residence: Los Altos, CA **Citizenship:**

Post Office and Residence Address: 10274 Kenbar Rd., Los Altos, CA 94024
(Include number, street name, city, state and zip code)

Inventor's Full Name: Ady Levy

Juventor's Signature: _____ **Date:** _____

City and State (or Foreign Country) of Residence: Sunnyvale, CA **Citizenship:** Israel

Post Office and Residence Address: 1632 Swallow Drive, Sunnyvale, CA 94087
(Include number, street name, city, state and zip code)

PATENT
5589-02306Inventor's Full Name: Kyle A. BrownInventor's Signature: Kyle A. Brown Date: 2/7/2002City and State (or Foreign Country) of Residence: Irvine, CA Citizenship: U.S.A.Post Office and Residence Address: 149 Stonecliffe Aisle, Irvine, CA 92612
(Include number, street name, city, state and zip code)~~AM COPY RECEIVED~~

FEB 20 2002

Inventor's Full Name: Mehrdad Nikoonahad TECHNOLOGY CENTER 2800

Inventor's Signature: _____ Date: _____

City and State (or Foreign Country) of Residence: Menlo Park, CA Citizenship: _____Post Office and Residence Address: 271 Oakhurst Place, Menlo Park, CA 94025
(Include number, street name, city, state and zip code)Inventor's Full Name: Dan Wack

Inventor's Signature: _____ Date: _____

City and State (or Foreign Country) of Residence: Los Altos, CA Citizenship: _____Post Office and Residence Address: 930 Lundy Lane, Los Altos, CA 94024
(Include number, street name, city, state and zip code)Inventor's Full Name: John Fielden

Inventor's Signature: _____ Date: _____

City and State (or Foreign Country) of Residence: _____ Citizenship: _____

Post Office and Residence Address: _____
(Include number, street name, city, state and zip code)